

DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor of the invention entitled:

**SYSTEM AND METHOD FOR IN-SERVICE RECONFIGURATION
OF A SYNCHRONOUS OPTICAL COMMUNICATIONS NETWORK**

the specification of which is attached hereto.

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment specifically referred to in the declaration.

I acknowledge the duty to disclose information which is material to patentability as defined in 37 C.F.R. 1.56.

As the named inventor, I hereby appoint the following registered practitioners to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

<u>NAME</u>	<u>Reg. No.</u>
P. Scott Maclean	39,543
Lynn S. Cassan	32,378

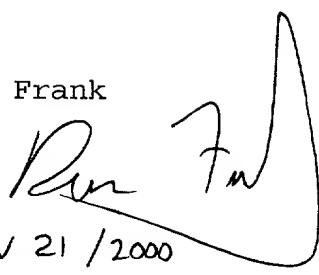
of Messrs. Ridout & Maybee, my attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith.

Direct all correspondence to: Messrs. Ridout & Maybee, 19th Floor, 150 Metcalfe Street, Ottawa, Ontario Canada K2P 1P1, unless otherwise designated in an associate power of attorney.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that wilful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001 and that such wilful false statements may jeopardize the validity of the application or any patent issuing thereon.

Full name
of Sole Inventor : Ronald Arthur Frank

Inventor's signature:

A handwritten signature in black ink, appearing to read "Ron Frank". The signature is written in a cursive style with a large, sweeping flourish on the right side.

Date: Nov 21 / 2000

Residence Address: 715 Hunterston Rd. N.W.
Calgary, Alberta
Canada T2K 4M5

Citizenship: Canadian

Post Office Address: (Same as above)

IN THE MATTER OF United States
Patent Application in the
name of Frank

and entitled A SYSTEM AND METHOD
FOR IN-SERVICE RECONFIGURATION OF
A SYNCHRONOUS OPTICAL
COMMUNICATIONS NETWORK

ASSOCIATE POWER OF ATTORNEY AND
DIRECTION FOR FORWARDING CORRESPONDENCE

THE UNDERSIGNED, LYNN S. CASSAN, Registration No.
32,378, having been duly appointed attorney in respect of the
above referenced United States patent application hereby appoints
the following attorney(s) and/or agent(s) :

Robert B. Washburn	Registration No. 16,574	Peter M. Ullman	Registration No. 43,963
Richard E. Kurtz	Registration No. 19,263	Thomas E. Watson	Registration No. 43,243
John J. Mackiewicz	Registration No. 19,709	Richard B. LeBlanc	Registration No. 39,495
Norman L. Norris	Registration No. 24,196	S. Maurice Valla	Registration No. 43,966
Dale M. Heist	Registration No. 28,425	Vincent J. Roccia	Registration No. 43,887
John W. Caldwell	Registration No. 28,937	Robin S. Quartin	Registration No. 45,028
Gary H. Levin	Registration No. 28,734	Maria M. Kourtakis	Registration No. 41,126
Steven J. Rocci	Registration No. 30,489	Gregory L. Hillyer	Registration No. 44,154
Dianne B. Elderkin	Registration No. 28,598	David A. Cherry	Registration No. 35,099
Francis A. Paintin	Registration No. 19,386	Albert W. Preston, Jr.	Registration No. 25,366
John P. Donohue, Jr.	Registration No. 29,916	Anthony J. Rossi	Registration No. 24,053
Henrik D. Parker	Registration No. 31,863	Terence P. Strobaugh	Registration No. 25,460
Suzanne E. Miller	Registration No. 32,279	Lynn A. Malinoski	Registration No. 38,788
Lynn B. Morreale	Registration No. 32,842	Michael J. Swope	Registration No. 38,041
Mark DeLuca	Registration No. 33,229	Michael J. Bonella	Registration No. 41,628
Joseph Lucci	Registration No. 33,307	Harold H. Fullmer	Registration No. 42,560
Michael P. Dunnam	Registration No. 32,611	William R. Richter	Registration No. 43,879
Michael D. Stein	Registration No. 34,734	John E. McGlynn	Registration No. 42,863
Albert J. Marcellino	Registration No. 34,664	Kimberly R. Hild	Registration No. 39,224
David R. Bailey	Registration No. 35,057	Lawrence A. Aaronson	Registration No. 38,369
Doreen Yatko Trujillo	Registration No. 35,719	Jonathan M. Waldman	Registration No. 40,861
Barbara L. Mullin	Registration No. 38,250	Chad Ziegler	Registration No. 44,273
Kevin M. Flannery	Registration No. 35,871	Gwilym J.O. Attwell	Registration No. 45,449
Michael P. Straher	Registration No. 38,325	David N. Farsiou	Registration No. 44,104
Mitchell R. Brustein	Registration No. 38,394	Paul K. Legaard	Registration No. 38,534

Maureen S. Gibbons	Registration No. 44,121	Mark J. Rosen	Registration No. 39,822
Steven H. Meyer	Registration No. 37,189	Rena Patel	Registration No. 41,412
Paul B. Milcetic	Registration No. P46,261	Michael K. Jones	Registration No. 41,100
Joseph R. Condo	Registration No. 42,431	Frank T. Carroll	Registration No. 42,392
		Hans J. Crosby	Registration No. 44,634

with offices at WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS LLP,
One Liberty Place - 46th Floor, Philadelphia, Pennsylvania 19103
and Telephone (215) 568-3100, as her associate attorneys with
full power to prosecute said application, to make alterations and
amendments therein, to receive the Letters Patent, and to
transact all business in the U.S. Patent and Trademark Office
connected therewith.

AND THE UNDERSIGNED further directs that
communications concerning the application are to be directed to
the above-mentioned associate attorneys at:

WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS LLP
One Liberty Place
46th Floor
Philadelphia
Pennsylvania
19103
Telephone (215) 568-3100
Facsimile (215) 568-3439

DATED at Ottawa, Canada, this 22th day of
November, 2000.



Lynn S. Cassan

Applicant : Frank
Attorney's Docket No.: RIDO-0015
Serial No. : (filed herewith)
Filed : (herewith)
For : SYSTEM AND METHOD FOR IN-SERVICE
RECONFIGURATION OF A SYNCHRONOUS
OPTICAL COMMUNICATIONS NETWORK

**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY
STATUS (37 CFR 1.9(f) and 1.27(c)) - SMALL BUSINESS CONCERN**

I hereby declare that I am
() the owner of the small business concern identified below:
 an official of the small business concern empowered to act
on behalf of the concern identified below:

NAME OF CONCERN Akara Corporation (an Ontario, Canada corporation)

ADDRESS OF CONCERN 150 Katimavik Road, Suite 2000

Kanata, Ontario, CANADA K2L 2N2

I hereby declare that the above identified small business concern
qualifies as a small business concern as defined in 13 CFR
121.3-18, and reproduced in 37 CFR 1.9(d), for purposes of paying
reduced fees under section 41(a) and (b) of Title 35, United States
Code, in that the number of employees of the concern, including
those of its affiliates, does not exceed 500 persons. For purposes
of this statement, (1) the number of employees of the business
concern is the average over the previous fiscal year of the concern
of the persons employed on a full-time, part-time or temporary
basis during each of the pay periods of the fiscal year, and (2)
concerns are affiliates of each other when either, directly or
indirectly, one concern controls or has the power to control the
other, or a third party or parties controls or has the power to
control both.

I hereby declare that rights under contract or law have been
conveyed to and remain with the small business concern identified
above with regard to the invention entitled

SYSTEM AND METHOD FOR IN-SERVICE RECONFIGURATION
OF A SYNCHRONOUS OPTICAL COMMUNICATIONS NETWORK

by inventor Ronald Arthur Frank

described in an application the specification for which is filed herewith and for which a Declaration and Power of Attorney was executed on 21, November, 2000.

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below* and no rights to the invention are held by any person, other than the inventor, who could not qualify as a small business concern under 37 CFR 1.9(d) or by any concern which would not qualify as a small business concern under 37 CFR 1.9(d) or a nonprofit organization under 37 CFR 1.9(e).

*NOTE: Separate verified statements are required from each named person, concern or organization having rights to the invention averring to their status as small entities. (37 CFR 1.27)

NAME _____

ADDRESS _____

Individual Small Business Concern Nonprofit Organization

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28(b))

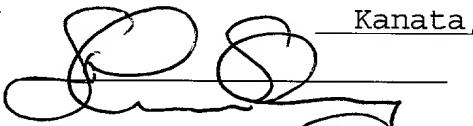
I hereby declare that all statements made herein of my own

knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

NAME OF PERSON SIGNING Solomon Wong

TITLE OF PERSON OTHER THAN OWNER Executive Vice-President Marketing

ADDRESS OF PERSON SIGNING P.O. Box 24115

SIGNATURE  DATE November

Nov 21/00

Applicant : Frank
Attorney's Docket No.: RID0-0015
Serial No. : (filed herewith)
Filed : (herewith)
For : **SYSTEM AND METHOD FOR IN-SERVICE
RECONFIGURATION OF A SYNCHRONOUS
OPTICAL COMMUNICATIONS NETWORK**

**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY
STATUS (37 CFR 1.9(f) and 1.27(b)) - INDEPENDENT INVENTOR**

As a below named inventor, I hereby declare that I qualify as an independent inventor as defined in 37 CFR 1.9(c) for purposes of paying reduced fees under section 41(a) and (b) of Title 35, United States Code, to the U.S. Patent and Trademark Office with regard to the invention entitled

**SYSTEM AND METHOD FOR IN-SERVICE RECONFIGURATION
OF A SYNCHRONOUS OPTICAL COMMUNICATIONS NETWORK**

described in an application for which a specification is filed herewith and a Declaration and Power of Attorney was executed on the same date as the execution of this Declaration.

I have not assigned, granted, conveyed or licensed and am under no obligation under contract or law to assign, grant, convey or license, any rights in the invention to any person who could not be classified as an independent inventor under 37 CFR 1.9(c) if that person had made the invention, or to any concern which would not qualify as a small business concern under 37 CFR 1.9(d) or a nonprofit organization under 37 CFR 1.9(e).

Each person, concern or organization to which I have assigned, granted, conveyed, or licensed or am under an obligation under contract or law to assign, grant, convey, or license any rights in the invention is listed below:

() no such person, concern, or organization
(X) persons, concerns or organizations listed below*

* NOTE: Separate verified statements are required from each named person, concern, or organization having rights to the invention averring to their status as small entities.

FULL NAME Akara Corporation (a corporation of Delaware, USA)
ADDRESS 150 Katimavik Road, Suite 2000
Kanata, Ontario, Canada K2L 2N2
(Individual (X) Small Business Concern (Nonprofit Organization

FULL NAME Akara Corporation (an Ontario, Canada corporation)
ADDRESS 150 Katimavik Road, Suite 2000
Kanata, Ontario, Canada K2L 2N2
(Individual (X) Small Business Concern (Nonprofit Organization

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28(b))

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

Ronald Arthur Frank
Name of Inventor

Signature of Inventor

Nov 21/2000

Date

Applicant : Frank
Attorney's Docket No.: RID0-0015
Serial No. : (filed herewith)
Filed : (herewith)
For : SYSTEM AND METHOD FOR IN-SERVICE
RECONFIGURATION OF A SYNCHRONOUS
OPTICAL COMMUNICATIONS NETWORK

**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY
STATUS (37 CFR 1.9(f) and 1.27(c)) - SMALL BUSINESS CONCERN**

I hereby declare that I am
 the owner of the small business concern identified below:
 an official of the small business concern empowered to act
on behalf of the concern identified below:

NAME OF CONCERN Akara Corporation (a corporation of Delaware, USA)
ADDRESS OF CONCERN 150 Katimavik Road, Suite 2000
Kanata, Ontario, CANADA K2L 2N2

I hereby declare that the above identified small business concern
qualifies as a small business concern as defined in 13 CFR
121.3-18, and reproduced in 37 CFR 1.9(d), for purposes of paying
reduced fees under section 41(a) and (b) of Title 35, United States
Code, in that the number of employees of the concern, including
those of its affiliates, does not exceed 500 persons. For purposes
of this statement, (1) the number of employees of the business
concern is the average over the previous fiscal year of the concern
of the persons employed on a full-time, part-time or temporary
basis during each of the pay periods of the fiscal year, and (2)
concerns are affiliates of each other when either, directly or
indirectly, one concern controls or has the power to control the
other, or a third party or parties controls or has the power to
control both.

I hereby declare that rights under contract or law have been
conveyed to and remain with the small business concern identified
above with regard to the invention entitled

SYSTEM AND METHOD FOR IN-SERVICE RECONFIGURATION
OF A SYNCHRONOUS OPTICAL COMMUNICATIONS NETWORK

by inventor Ronald Arthur Frank

described in an application the specification for which is filed herewith and for which a Declaration and Power of Attorney was executed on 21, November, 2000.

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below* and no rights to the invention are held by any person, other than the inventor, who could not qualify as a small business concern under 37 CFR 1.9(d) or by any concern which would not qualify as a small business concern under 37 CFR 1.9(d) or a nonprofit organization under 37 CFR 1.9(e).

*NOTE: Separate verified statements are required from each named person, concern or organization having rights to the invention averring to their status as small entities. (37 CFR 1.27)

NAME _____

ADDRESS _____

Individual Small Business Concern Nonprofit Organization

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28(b))

I hereby declare that all statements made herein of my own

knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

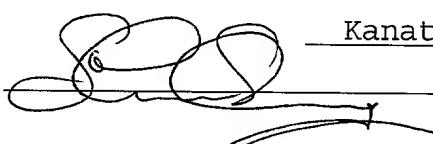
NAME OF PERSON SIGNING Solomon Wong

TITLE OF PERSON OTHER THAN OWNER Executive Vice-President Marketing

ADDRESS OF PERSON SIGNING P.O. Box 24115

Kanata, Ontario

SIGNATURE



DATE

November

2000
NOV 21/2000